

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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IN RE BANK OF AMERICA CORP. :  
SECURITIES, DERIVATIVE, AND :  
EMPLOYMENT RETIREMENT INCOME :  
SECURITY ACT (ERISA) LITIGATION :

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THIS DOCUMENT RELATES TO :  
ALL SECURITIES ACTIONS, :  
ALL DERIVATIVE ACTIONS, and :  
ALL ERISA ACTIONS :

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<b>USDC SDNY</b> <b>DOCUMENT</b> <b>ELECTRONICALLY FILED</b> DOC #: DATE FILED: <u>7/29/09</u>
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**INITIAL CASE**  
**MANAGEMENT ORDER**

Master File  
No. 09 MDL 2058 (DC)

**CHIN, District Judge**

WHEREAS, on June 30, 2009, the Court issued an Opinion (the "June 30, 2009 Opinion") with respect to the thirty cases pending before it, all of which concern the merger of Bank of America Corporation ("BoA") with Merrill Lynch & Co., Inc. and related public disclosures;

WHEREAS, these thirty cases included the following:

1. Actions based on alleged violations of the securities laws, including Sections 10(b) and 14(a) of the Securities Exchange Act of 1934 (the "Exchange Act"), SEC Rules 10b-5 and 14a-9 thereunder, and the Securities Act of 1933, including the actions the Court identified in footnote 1 of the June 30, 2009 Opinion and collectively defined as the "securities actions";

2. Derivative actions alleging violations of common law fiduciary duties and Section 14 of the Exchange Act, including the actions the Court identified in footnote 2 of the

June 30, 2009 Opinion and collectively defined as the "derivative actions";

3. Actions asserting claims under the Employee Retirement Income and Security Act ("ERISA") on behalf of participants in the BoA pension, 401(k) and all other retirement plans subject to ERISA, including the actions the Court identified in footnote 3 of the June 30, 2009 Opinion and collectively defined as the "ERISA actions";

WHEREAS, with respect to the securities actions, the Court: (1) consolidated the securities actions into a single, separate action (hereinafter, the "Consolidated Securities Action"); (2) appointed the State Teachers Retirement System of Ohio, the Ohio Public Employees Retirement System, the Teachers Retirement System of Texas, Stichting Pensioenfondszorg en Welzijn, represented by PGGM Vermogensbeheer B.V., and Fjarde AP-Fonden, as lead plaintiff; and (3) appointed the law firms of Bernstein Litowitz Berger & Grossmann LLP, Kaplan Fox & Kilsheimer LLP, and Barroway Topaz Kessler Meltzer & Check, LLP as co-lead counsel;

WHEREAS, with respect to the derivative actions, the Court: (1) consolidated the derivative actions into a single, separate action (hereinafter, the "Consolidated Derivative Action"); (2) appointed the Louisiana Municipal Police Employees Retirement System and Hollywood Police Officers' Retirement System as interim lead plaintiff; and (3) appointed the law firms of Kahn Swick & Foti LLC and Saxena White P.A. as interim co-lead counsel;

WHEREAS, with respect to the ERISA actions, the Court:

(1) consolidated the ERISA actions into a single, separate action (hereinafter, the "Consolidated ERISA Action"); and (2) appointed the law firms of Harwood Feffer LLP, Squitieri & Fearon, LLP, and Hagens Berman Sobol Shapiro LLP as interim co-lead counsel;

WHEREAS, in the June 30, 2009 Opinion, the Court instructed the parties in the Consolidated Securities Action, Consolidated Derivative Action, and the Consolidated ERISA Action (collectively, the "Consolidated Actions") to meet and confer within twenty days to agree upon an initial case management order for submission to the Court, for its approval;

WHEREAS, pursuant to the Court's instruction, the parties in the Consolidated Actions, through their designated counsel, have conferred and agreed upon a proposed initial case management order;

THEREFORE, it is hereby ordered that:

1. Consolidated Complaints: The Court-appointed lead plaintiff in the Consolidated Securities Action shall file its Amended and Consolidated Complaint on or before September 25, 2009. The Court-appointed interim lead plaintiff in the Consolidated Derivative Action and interim co-lead counsel in the Consolidated ERISA Action shall file their respective Amended and Consolidated Complaints, and Plaintiff Bahnmaier shall file his individual amended complaint, on or before October 9, 2009.

2. Pre-Motion Conference: No pre-motion conference is required with respect to any motion(s) to dismiss any of the

Amended and Consolidated Complaints or the Bahnmaier amended complaint.

3. Motion(s) To Dismiss: With respect to the Consolidated Securities Action, any motion to dismiss the Amended and Consolidated Complaint shall be filed by Defendants on or before November 24, 2009. If any such motion is filed, the Court-appointed lead plaintiff in the Consolidated Securities Action shall file its opposition brief on or before January 25, 2010. Defendants' reply brief shall be filed on or before March 11, 2010. With respect to the Consolidated Derivative Action, Consolidated ERISA Action, and the Bahnmaier action, any motion(s) to dismiss shall be filed by Defendants on or before December 8, 2009. If any such motion is filed, the opposing party in the relevant action shall file its opposition brief(s) on or before February 8, 2010, and Defendants' reply brief(s) shall be filed on or before March 25, 2010.

4. Additional Case Management Order: Within thirty (30) days of the Court's decision on any of the motion(s) to dismiss, the parties in the Consolidated Actions shall submit an additional proposed case management order governing further proceedings, if necessary.

SO ORDERED.

Dated: New York, New York  
July 29, 2009

  
Denny Chin  
United States District Judge